

**ROPES & GRAY LLP**

Prudential Tower, 800 Boylston Street  
Boston, MA 02199-3600  
Telephone: (617) 951-7000  
Facsimile: (617) 951-7050  
James M. Wilton (admitted pro hac vice)  
Patricia I. Chen (admitted pro hac vice)

*Attorneys for Cross Country Home Services, Inc.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----	X	
<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>SEARS HOLDING CORPORATION, et al.,<sup>1</sup></b>	:	<b>Case No. 18-23538 (RDD)</b>
	:	
<b>Debtors.</b>	:	<b>(Jointly Administered)</b>
-----	X	

**AFFIDAVIT OF SERVICE**

STATE OF NEW YORK	)	
	)	s.s.:
COUNTY OF NEW YORK	)	

NOVA A. ALINDOGAN, being duly sworn, deposes and says:

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

1. Deponent is not a party to this action, is over eighteen years of age, and resides in Queens County, State of New York.

2. On January 25, 2019, I served a true and correct copy of the *Limited Objection of Cross Country Home Services, Inc. to Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Global Sale Transaction* [Docket No. 1893]

- (i) on the parties requesting ECF notifications via the Court's CM/ECF case notification system;
- (ii) via regular, first class mail upon the parties on the attached **Service List A**;
- (iii) via electronic mail upon the parties on the attached **Service List B**; and
- (iv) on all other parties requesting notice pursuant to Rule 2002 and in accordance with this Court's *Amended Order Implementing Certain Notice and Case Management Procedures* entered on November 1, 2018 (Docket No. 405).

/s/ Nova A. Alindogan  
Nova A. Alindogan

Sworn to before me this  
28th day of January, 2019.

/s/ Jill L. Niederman  
Notary Public, State of New York;  
No. 01N16192670, Qualified in New York County  
Commission Expires: September 2, 2020

**SERVICE LIST A**

**Chambers Copy**

Chambers of the Honorable Judge Robert D. Drain  
United States Bankruptcy Court for the Southern District of New York  
300 Quarropas Street, Room 248  
White Plains, NY 10601

**Debtors**

Sears Holdings Corporation  
3333 Beverly Road  
Hoffman Estates, IL 60179  
Attn: Stephen Sitley Esq.  
Luke J. Valentino, Esq.

**Office of the United States Trustee**

Office of the United States Trustee for Region 2  
201 Varick Street, Suite 1006  
New York, NY 10014  
Attn: Paul Schwartzberg, Esq.

**SERVICE LIST B**

**Debtors**

Rob Riecker - rob.riecker@searshc.com  
Luke Valentino - luke.valentino@searshc.com  
Mohsin Meghji - mmeghji@miiipartners.com

**Debtors' Counsel**

Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153  
Attn: Ray C. Schrock, P.C.  
Jacqueline Marcus, Esq.  
Garret A. Fail, Esq.  
Sunny Singh, Esq.  
ray.schrock@weil.com  
garrett.fail@weil.com  
jacqueline.marcus@weil.com  
sunny.singh@weil.com

**Attorneys for Bank of America, N.A.,  
administrative agent under the  
First Lien Credit Facility and the DIP ABL Agent**

Skadden, Arps, Slate, Meagher & Flom LLP  
4 Times Square  
New York, NY 10036  
Attn: Paul D. Leake, Esq.  
Shana A. Elberg, Esq.  
George R. Howard, Esq.  
paul.leake@skadden.com  
shana.elberg@skadden.com  
george.howard@skadden.com

**Attorneys for Citibank, N.A., as administrative agent  
under the Stand-Alone L/C Facility**

Davis Polk & Wardell LLP  
450 Lexington Avenue  
New York, NY 10017  
Attn: Marshall S. Huebner, Esq.  
Eli J. Vonnegut, Esq.  
marshall.huebner@davispolk.com  
eli.vonnegut@davispolk.com

**Attorneys for JPP, LLC, as agent under the  
Second Lien Credit Facility, IP/Ground Lease Term Loan Facility,  
and the Consolidated Secured Loan Facility**

Cleary, Gottlieb  
One Liberty Plaza  
New York, NY 10006  
Attn: Sean A. O'Neal, Esq.  
soneal@cgsh.com

**Attorneys for Computershare Trust Company, N.A.,  
as trustee for the Second Lien PIK Notes, the Holdings  
Unsecured PIK Notes, and the Holdings Unsecured Notes**

Kelley Drye & Warren LLP  
101 Park Avenue  
New York, NY 10178  
Attn: Eric R. Wilson, Esq.  
Benjamin D. Feder, Esq.  
T. Charlie Liu, Esq.  
ewilson@kelleydrye.com  
bfeder@kelleydrye.com  
cliu@kelleydrye.com

**Attorneys for Wilmington Trust, National Association,  
as indenture trustee for the Second Lien Notes**

Seyfarth Shaw, LLP  
620 Eighth Avenue  
New York, NY 10018  
Attn: Edward M. Fox, Esq.  
emfox@seyfarth.com

**Attorneys for The Bank of New York Mellon Trust Company,  
as successor trustee for the SRAC Unsecured PIK Notes,  
SRAC Unsecured Notes, and the SRAC Medium Term Notes**

Carter Ledyard & Milburn LLP  
2 Wall Street  
New York, NY 10015  
Attn: James Gadsden, Esq.  
gadsden@clm.com

**Attorneys for the Pension Benefit Guaranty Corporation**

Locke Lord LLP  
111 South Wacker Drive  
Chicago, IL 60606  
Attn: Brian A. Raynor, Esq.  
braynor@lockelord.com

**Attorneys for the Official Committee of Unsecured Creditors**

Akin Gump Strauss Hauer & Feld LLP

One Bryant Park

New York, New York 10036

Attn: Philip C. Dublin, Esq.

Ira Dizengoff, Esq.

Sara Lynne Brauner, Esq.

pdublin@akingump.com

idizengoff@akingump.com

sbrauner@akingump.com

**Attorneys to Wells Fargo Bank, National Association**

Choate, Hall & Stewart LLP

Two International Place

Boston, MA 02110

ksimard@choate.com

jmarshall@choate.com

**Debtors' Investment Banker**

Lazard Frères & Co., LLC

30 Rockefeller Plaza,

New York, New York 10112

Attn: Brandon Aebersold

Levi Quaintance

project.blue.rx@lazard.com

**Buyer**

Transform Holdco LLC

c/o ESL Partners, Inc..

1170 Kane Concourse, Suite 200

Bay Harbor Islands, FL 33154

Attention: Kunal S. Kamalani and Harold Talisman

kunal@eslinvest.com

harold@eslinvest.com